

CERTIFICATE OF TRUST AGREEMENT

12/07/05 11:17:22
BK 111 PG 676
DEBOTO COUNTY, MS
W.E. DAVIS, CH CLERK

The undersigned Trustee hereby certifies the following:

1. This Certificate of Trust Agreement relates to the HALEIGH E. ROBERTS TRUST dated November 14, 2005 (the "Trust") created by trust agreement (the "Trust Agreement") executed by CHARLES F. ROBERTS, III, as Grantor, and by BRIAN C. ROBERTS, as Trustee.
2. The street and mailing address of the office, and the name and street and mailing address of each Trustee empowered to act under the Trust Agreement at the time of the execution of this Certificate of Trust Agreement are:

Primary: BRIAN C. ROBERTS
5078 Muirfield Cove
Olive Branch, MS 38654

Successor: CHARLES F. ROBERTS, JR.
1925 Church Road E.
Southaven, MS 38671
3. The names and street and mailing address of the Grantor is:

CHARLES F. ROBERTS, III
2260 Cumberland Drive
Southaven, MS 38672
4. No real property is owned by the Trust.
5. The anticipated termination of the Trust is the date when the trust beneficiary, HALEIGH E. ROBERTS, attains the age of thirty-five (35) years.
6. The Trust Agreement grants to the Trustees all applicable powers set out in Tennessee Code Annotated Section 35-50-110.
7. The undersigned hereby represents that the statements contained in this Certificate of Trust Agreement are true and correct, and that there are no other provisions in the Trust Agreement or amendments to it that limit the powers of the Trustees to sell, convey, pledge, mortgage, lease, manage, operate, control, transfer title, divide, convert or allot trust property, including real and personal property.


BRIAN C. ROBERTS

Drafted by R. MICHAEL POTTER, Attorney-at-Law, 130 N. Court Avenue, Memphis, Tennessee
38103 PH: 901-524-5000

STATE OF MISSISSIPPI
COUNTY OF DeSOTO

BK 111 PG 677

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for said County and State, the within named BRIAN C. ROBERTS, who acknowledged that he signed and delivered the above and foregoing instrument as his free and voluntary act and deed and for the purposes therein expressed.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE, this 14th day of November, 2005.

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES MAY 22, 2009
BONDED THRU STEGALL NOTARY SERVICE

My Commission Expires:

Jackie Edwards
Notary Public

